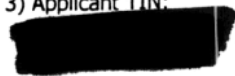



ORIGINAL

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity): Cook Inlet/VoiceStream PCS, LLC		3) Applicant TIN: 	

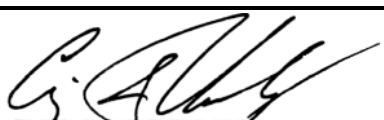
Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%

RECEIVED
DEC 12 2000
Licensing & Technical
Analysis Branch

Signature

Typed or Printed Name of Party Authorized to Sign

First Name: Craig	MI: A.	Last Name: Floerchinger	suffix:
Title: Vice President, Cook Inlet GSM, Inc.			
Signature: 			Date: 12/8/00

Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet/VoiceStream PCS Holdings, LLC		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holders Address: 2525 C Street, Suite 500, Anchorage, Alaska 99503			
5) Type of Interest in Applicant () (refer to Instructions for list) D	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): M	7) Percent of Interest Held in Applicant: 100%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 - Manager member interest		9) Disclosable Interest Holder's Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet/VoiceStream PCS Holdings, LLC; Cook Inlet/VoiceStream PCS, LLC (Applicant) (See Attachment 1)			

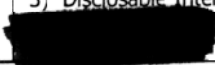
Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
CookInlet/VoiceStreamPCS, LLC Applicant	Commercial Mobile Radio Services		100%
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%



**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services
Schedule for Disclosable Interest Holders**

Approved by OMB
3060 -0799
See **instructions** for
public burden **estimate**

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet GSM Control LLC			3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anchorage, Alaska 99503				
5) Type of Interest in Applicant () (refer to Instructions for list) I		6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): M		7) Percent of Interest Held in Applicant: 50.1%
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list): 0 - Manager member interest			9) Disclosable Interest Holder's Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet GSM Control LLC; Cook Inlet/VoiceStream PCS Holdings, LLC; Cook Inlet/VoiceStream PCS, LLC (Applicant) (See Attachment 1)				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)


11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PCS, UC Applicant	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	C o m m e r c i a l Services		50.1%

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**



Schedule for Disclosable Interest Holders

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3060 -0799
See instructions for
public burden estimate

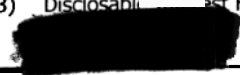
Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holders Name (if entity): Providence Equity Partners III, L.P.		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 900 Fleet Center, 50 Kennedy Plaza, Providence, Rhode Island 02903			
5) Type of Interest in Applicant () (refer to Instructions for list) I	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): L		7) Percent of Interest Held in Applicant: 39.605%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 - Qualified Institutional Investor		9) Disclosable Interest Holders Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Providence Equity Partners III, L.P.; Cook Inlet GSM Control LLC; Cook Inlet/VoiceStream PCS Holdings, LLC, Cook Inlet/VoiceStream PCS, LLC (Applicant) (See Attachment 1)			






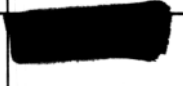

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PCS, LLC Applicant	Commercial Mobile Radio Services		39.605%
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		39.605%

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity): Cook Inlet GSM, Inc.		3) Disclosable Interest Holder's TIN: 	
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anchorage, AK 99503			
5) Type of Interest in Applicant () (refer to Instructions for list) I	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C	7) Percent of Interest Held in Applicant: 50.1%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 – Manager member interest		9) Disclosable Interest Holders Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet GSM, Inc.; Cook Inlet GSM Control LLC; Cook Inlet/VoiceStream PCS Holdings, LLC; Cook Inlet/VoiceStream PCS, LLC (Applicant) (see Attachment 1)			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

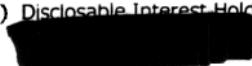
11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/V5 GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/V5 GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC Applicant	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC 3605 132nd Avenue, SE., Suite 100 Bellevue, Washinaton 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, UC 3605 132nd Avenue, SE., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Atlabnc City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washinaton 98006	Commercial Mobile Radio Service		50.1%
(continued on next page)			

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services








Schedule for Disclosable Interest Holders

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3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet GSM, Inc. (continued)		3) Disclosable Interest Holder's TIN 	
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all KC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Dmnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service		50.1%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
			
			
			

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

Schedule for Disclosable Interest Holders

Approved by OMB
3060 -0799
See instructions for
public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holders Name (if entity): Cook Inlet Region, Inc.			3) Disclosable Interest Holder's TIN: [REDACTED]
4) Disclosable Interest Holders Address: 2525 C Street, Suite 500, Anchorage, Alaska 99503			
5) Type of Interest in Applicant () (refer to Instructions for list) I	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C	7) Percent of Interest Held in Applicant: 50.1%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 - Manager member interest		9) Disclosable Interest Holder's Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet Region, Inc.; Cook Inlet GSM, Inc.; Cook Inlet GSM Control LLC; Cook Inlet/VoiceStream PCS Holdings, LLC; Cook Inlet/VoiceStream PCS, LLC (Applicant) (See Attachment 1)			


Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PV/SS PCS, L.P. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	[REDACTED]	42.86% (control)
Cook Inlet/VoiceStream GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	[REDACTED]	50.1%
Cook Inlet/VoiceStream GSM III PCS, UC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services	[REDACTED]	50.1%
Cook Inlet/VoiceStream PCS, LLC Applicant	Commercial Mobile Radio Services	[REDACTED]	50.1%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services	[REDACTED]	50.1%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services	[REDACTED]	50.1%
Alaska Interstate Construction, LLC 649 W. 54 th Ave., P.O. Box 233769 Anchorage, AK 99523	Construction	[REDACTED]	40%
(continued next page)			








FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet Region, Inc. (continued)			3) Disclosable Interest Holder's TIN: 
4) Disclosable Interest Holder's Address:			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holders Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VIS GSM IV PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVIS IV License Sub I, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Alaska Heritage Tours, Inc. 2525 C Street, Suite 405 Anchorage, AK 99503	Boat Tours, Lodging and Tourism		100%
Peak Oilfield Service Company 2525 C St., Suite 201, Anchorage, AK 99503	Oilfield Services and Construction		50%
Alaska Hovercraft Ventures 1029 West 3 rd Ave., Suite 150 Anchorage, AK 99503	Hovercraft Sales, Leasing, and Operations		33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution		100%
(continued next page)			

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FCC 602
Schedule A

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060 - 0799
See instructions for
public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet Region, Inc. (continued)		TIN:	
4) Disclosable Interest Holders Address:			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:	
8) Disclosable Interest Holders Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holders Country of Citizenship:	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Service		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50.1%
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Cook Inlet Region of Georgia, Inc. 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
D&B Omnipoint Wireless Joint Venture, L.P.I 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service		50%
Cook Inlet/VIS GSM V PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%

OWNERSHIP

Cook **Inlet/VoiceStream** PCS, LLC (“**CIVS I**”), submits the following information to describe in more detail the ownership structure of CIVS License as set forth in Item 10, Schedule A of FCC Form 602.

Direct Ownership

CIVS I, a Delaware limited liability company, is a wholly owned subsidiary of Cook **Inlet/VoiceStream** PCS Holdings, LLC (“**CIVS I Holdings**”), a Delaware limited liability company. The address of CIVS I is as follows:

2525 C Street, Suite 500
Anchorage, Alaska 99503

Indirect Ownership

CIVS I Holdings, a Delaware limited liability company, has two members:

CIVS I Holdings is controlled by Cook Inlet GSM Control LLC (“**CIGSM Control**”), a Delaware limited liability company. **CIGSM Control** owns 50.1 percent of **CIVS I Holdings** and one hundred percent of the Class A membership interests in **CIVS I Holdings**.

CIGSM Control, in turn, has three members. The first, Providence Equity Partners III, L.P., a qualified institutional investor, holds 39.605 percent of **CIVS I Holdings**. The second, Providence Equity Operating Partners III, L.P., also a qualified institutional investor, holds 0.295 percent of **CIVS I Holdings**. The third, Cook Inlet GSM, Inc. (“**CIGSM**”), a Delaware corporation, holds 60.1 percent of **CIVS I Holdings** and is the sole manager.

CIGSM is, in turn, a wholly owned subsidiary of Cook Inlet Region, Inc. (“**CIRI**”). **CIRI** is an Alaska Native Regional Corporation organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 et seq. (the “**Act**”). No **CIRI** shareholder holds a 10 percent or greater interest in **CIRI** or a 10 percent or greater indirect interest in **CIVS License**.

The other member of **CIVS I Holdings** is **VoiceStream** PCS BTA I Corporation (“**VS BTA I**”), a Delaware corporation, which in turn is a wholly owned indirect subsidiary of **VoiceStream** Wireless Corporation (“**VoiceStream**”), a Delaware corporation. **VS BTA I** holds 49.9 percent of **CIVS I Holdings** and one hundred percent of the Class B nonvoting membership interests in **CIVS I Holdings**. For ownership information related to **VoiceStream** and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of **VoiceStream**.

For convenience, the following chart diagrams the ownership of CIVS License described herein:

